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13 **UNITED STATES DISTRICT COURT**

14 **NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION**

15 IN RE GERON CORPORATION
16 STOCKHOLDER DERIVATIVE
17 LITIGATION
18

Master File No. 3:20-cv-02823-WHA

19 **NOTICE CONCERNING STIPULATION OF SETTLEMENT**
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1 Plaintiffs Katharine Jameson and Zachary Gamlieli (collectively, “Plaintiffs”), Defendants
2 John A. Scarlett, Karin Eastham, V. Bryan Lawlis, Susan M. Molineaux, Robert J. Spiegel, Daniel
3 M. Bradbury, and Hoyoung Huh (the “Individual Defendants”), and Nominal Defendant Geron
4 Corporation (“Geron” and collectively with the Individual Defendants, “Defendants”) hereby
5 submit this Notice Concerning Stipulation of Settlement pursuant to the Court’s December 15, 2022
6 Minute Entry. Plaintiffs and Defendants are collectively referred to herein as the “Parties” in the
7 above-captioned action (the “Derivative Action”).

8 On December 15, 2022, a status conference was held regarding the global mediation in the
9 Derivative Litigation (as defined below) and the Court continued the stay in the Derivative Action
10 until December 31, 2022, by which time the Parties must submit a statement that they have a
11 completely signed final settlement in place. The Court also stated that should the settlement fail to
12 go through, the Court would lift the stay; discovery would ensue; and a new trial schedule would be
13 implemented by January 2, 2023.

14 Accordingly, the Parties hereby advise the Court that a Stipulation of Settlement
15 (“Stipulation”) was agreed and entered into as of December 21, 2022, between and among, (a)(i)
16 Plaintiffs in the above-captioned Derivative Action, (ii) plaintiffs in the consolidated derivative
17 action pending in the Court of Chancery in the State of Delaware, captioned *In re Geron*
18 *Corporation Stockholder Derivative Litigation*, C.A. No. 2020-0684-SG (Del. Ch.) (the “Delaware
19 Chancery Derivative Action”), and (iii) plaintiffs in the consolidated derivative action pending in
20 the United States District Court for the District of Delaware, captioned *In re Geron Corporation*
21 *Stockholder Derivative Litigation*, C.A. No. 1:20-cv-01207-GBW (D. Del) (the “District of
22 Delaware Derivative Action”) (collectively, the “Derivative Litigation”), derivatively on behalf of
23 Geron, and (b) Defendants. A copy of the Stipulation (including its exhibits) is attached hereto as
24 Exhibit 1. The Stipulation was filed on December 21, 2022, in the Delaware Chancery Derivative
25 Action, and is subject to final approval by the Delaware Court of Chancery. As of this filing, the
26 Delaware Court of Chancery has not entered the Scheduling Order attached as Exhibit B to the
27 Stipulation.

1 In light of the Parties' Stipulation, the Parties respectfully request that the stay in the above-
 2 captioned Derivative Action be continued until March 31, 2023. The Parties will provide a status
 3 update to the Court by no later than February 28, 2023, regarding the Delaware Court of Chancery's
 4 review of the proposed settlement. If the proposed settlement has not received final approval by
 5 March 31, 2023, the Parties will provide a further status update to the Court at that time.

6 The Parties can make themselves available should the Court have any questions or concerns
 7 regarding the foregoing.

8 DATED: December 22, 2022

JOHNSON FISTEL, LLP

9 By: /s/ Brett M. Middleton

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1 DATED: December 22, 2022

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Pursuant to Civil L.R. 5-1(i)(3), all signatories concur in filing this stipulation.

DATED: December 22, 2022

/s/ Brett M. Middleton